

EXHIBIT B

**PLAINTIFFS' AND DEFENDANT QUIXTAR'S STIPULATION AND
[PROPOSED] ORDER TO APPROVE EIGHTH PAYMENT OF CLASS NOTICE
COSTS AND PROPOSED AGREEMENT WITH CLAIMS ADMINISTRATOR**



Invoice

12-162+A1
625 MARQUETTE AVENUE, SUITE 880
MINNEAPOLIS, MN 55402
P 612.359.2000 I F 612.359.2050
WWW.RUSTCONSULTING.COM
FEDERAL ID #: 41-1813634

DATE: March 25, 2013
INVOICE #: 13-1295
MATTER #: 294200

TO: William T. Dzurilla, Partner
Boies, Schiller & Flexner LLP
401 East Las Olas Blvd. Suite 1200
Fort Lauderdale, FL 33301
wd'zurilla@BSFLLP.com

William Stern
WStern@mofo.com

Raymond Hasu
RHasu@mofo.com

PROJECT

Pokorny v Quixtar
February 2013 Administration Services

Legal Notification	\$ 112,551.92
Claims Processing	13,247.05
Call Center	74,174.63
Project Management	2,483.11
Technical Consulting	4,772.71
Expenses: Other Charges and Out-of-pocket Costs	<u>2,216.22</u>
Subtotal	\$ 209,445.64
Less - January 2013 Print and Mail Credit	<u>(27,157.43)</u>
Total Invoice	<u><u>\$ 182,288.21</u></u>

WIRE INFORMATION

ACCOUNT #: 8093434387
ABA/ROUTING # WIRE or ACH: 111014325
BANK: BANK OF TEXAS, DALLAS, TX 75225
BANK CONTACT: MAYRA LANDEROS 214.987.8817
REFERENCE: INVOICE NUMBER

PAYMENT TERMS: NET DUE UPON RECEIPT

LOCKBOX MAILING ADDRESS

PO BOX 142589
DRAWER #9051
IRVING, TX 75014-2589



DATE: 03/25/13
 INVOICE #: 13-1295
 MATTER #: 294200

TRANSACTION DETAIL	VOLUME	RATE (\$)	TOTAL (\$)
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Legal Notification

RE-NOTICE

Print and Mail Postcard Notice (reduced rate)	99,500	0.035	3,482.50
Postage (all mailings)			75,288.69

FOLLOW-UP TO INITIAL NOTICE

Receive Undeliverable Mail and Update Database	20,939	0.15	3,140.85
Address Trace (reduced rate)	173,535	0.125	21,691.88
Print and Mail Full Length Notices	4,399	2.00	8,798.00

WEBSITE

Monthly Maintenance/Hosting	1	150.00	150.00
SUBTOTAL			112,551.92

Claims Processing

OPT-OUTS AND CORRESPONDENCE

Receipt (January 2013 Credit)	(1,142)	0.40	(456.80)
Process (January 2013 Credit)	(1,142)	5.50	(6,281.00)

HARD COPY CLAIM FORMS

Receipt - Claim Form	3,574	0.40	1,429.60
Receipt - Supporting Documentation	3,574	0.15	536.10
Data Capture	3,574	1.00	3,574.00
Validation			701.00

ONLINE CLAIM FORMS

Download Forms from Website & Update Database	7,397	0.15	1,109.55
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HARDSHIP CLAIMS

Process Hardship Claims and Coordinate Review			12,201.60
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PROCESS DEFICIENT CLAIM FORMS

Generate Cure Letter and Mail	62	2.70	167.40
Receive Response, Process and Update Database	166	1.60	265.60
SUBTOTAL			13,247.05

Call Center

Live Support			42,452.21
Interactive Voice Response (reduced rate)	52,347.97	0.20	10,469.59
Notice Requests	1,554	1.40	2,175.60
800# Charges	172,762.42	0.11	19,003.87
Canadian Long Distance			73.36
SUBTOTAL			74,174.63

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Re: Quixtar - Claims Validation & Audits

294236

For Professional Services Rendered:

TIMEKEEPER		RATE	HOURS	FEEES
Amy Wedeking	AW	90.00	0.50	45.00
JoAnn Graf	JG	164.00	4.00	656.00
Total Fees:				701.00
02/19/13 JG Claims Review				4.00 656.00
02/27/13 AW Validation				0.50 45.00
Total Services				701.00
Total Expenses				.00
Total This Matter				701.00

Inv# 131295
 Date Mar 25, 2013
 Client Number 2942

Re: Quixtar - Hardship Claims

294240

For Professional Services Rendered:

TIMEKEEPER		RATE	HOURS	FEES
JoAnn Graf	JG	164.00	74.40	12,201.60
Total Fees:				12,201.60
02/01/13	JG	Process Hardship Claim and Coordinate Review	5.00	820.00
02/04/13	JG	Process Hardship Claim and Coordinate Review	2.00	328.00
02/05/13	JG	Process Hardship Claim and Coordinate Review	2.25	369.00
02/06/13	JG	Process Hardship Claim and Coordinate Review	3.00	492.00
02/07/13	JG	Process Hardship Claim and Coordinate Review	4.25	697.00
02/08/13	JG	Process Hardship Claim and Coordinate Review	6.00	984.00
02/11/13	JG	Process Hardship Claim and Coordinate Review	6.00	984.00
02/12/13	JG	Process Hardship Claim and Coordinate Review	6.00	984.00
02/13/13	JG	Process Hardship Claim and Coordinate Review	4.60	754.40
02/14/13	JG	Process Hardship Claim and Coordinate Review	3.25	533.00
02/15/13	JG	Project Planning	4.75	779.00
02/18/13	JG	Process Hardship Claim and Coordinate Review	2.75	451.00
02/20/13	JG	Process Hardship Claim and Coordinate Review	3.50	574.00
02/21/13	JG	Process Hardship Claim and Coordinate Review	3.30	541.20
02/22/13	JG	Process Hardship Claim and Coordinate Review	4.25	697.00
02/25/13	JG	Process Hardship Claim and Coordinate Review	4.15	680.60
02/26/13	JG	Process Hardship Claim and Coordinate Review	3.30	541.20
02/27/13	JG	Process Hardship Claim and Coordinate Review	4.10	672.40

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02/28/13 JG Process Hardship Claim and
Coordinate Review

1.95 319.80

Total Services

12,201.60

Total Expenses

.00

Total This Matter

12,201.60

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Re: Quixtar - Call Center Support

294247

For Professional Services Rendered:

TIMEKEEPER			RATE	HOURS	FEES
CSR	240	240	52.00	743.22	38,647.44
Kristen Kilmer		KK	93.00	2.61	242.73
Linda Dauffenbach		LD	93.00	3.78	351.54
Liz Daniels		LD	163.00	8.00	1,304.00
Ryan Schultz		RS	93.00	20.50	1,906.50
Total Fees:					42,452.21
02/01/13	240	Call Center Support		38.94	2,024.88
02/04/13	LD	Call Center - Call Center Management		2.00	326.00
02/04/13	240	Call Center Support		32.78	1,704.56
02/04/13	LD	Call Center - Call Center Management		1.78	165.54
02/05/13	LD	Call Center - Call Center Management		2.00	326.00
02/05/13	240	Call Center Support		34.02	1,769.04
02/05/13	LD	Call Center - Call Center Management		1.00	93.00
02/06/13	LD	Call Center - Call Center Management		2.50	407.50
02/06/13	240	Call Center Support		40.67	2,114.84
02/06/13	LD	Call Center - Call Center Management		1.00	93.00
02/07/13	LD	Call Center - Call Center Management		0.50	81.50
02/07/13	240	Call Center Support		35.33	1,837.16
02/08/13	LD	Call Center - Call Center Management		0.50	81.50
02/08/13	240	Call Center Support		27.06	1,407.12
02/11/13	LD	Call Center - Call Center Management		0.50	81.50
02/11/13	240	Call Center Support		42.97	2,234.44
02/11/13	RS	Call Center - Call Center Management		2.00	186.00
02/12/13	240	Call Center Support		48.06	2,499.12
02/12/13	RS	Call Center - Call Center Management		2.00	186.00
02/13/13	240	Call Center Support		33.55	1,744.60

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02/13/13	RS	Call Center - Call Center Management	1.50	139.50
02/14/13	240	Call Center Support	40.09	2,084.68
02/14/13	RS	Call Center - Call Center Management	1.00	93.00
02/15/13	240	Call Center Support	24.52	1,275.04
02/15/13	RS	Call Center - Call Center Management	1.00	93.00
02/18/13	240	Call Center Support	46.49	2,417.48
02/18/13	RS	Call Center - Call Center Management	1.00	93.00
02/19/13	240	Call Center Support	39.18	2,037.36
02/19/13	RS	Call Center - Call Center Management	1.50	139.50
02/20/13	240	Call Center Support	40.00	2,080.00
02/20/13	RS	Call Center - Call Center Management	1.00	93.00
02/21/13	240	Call Center Support	36.40	1,892.80
02/21/13	RS	Call Center - Call Center Management	1.50	139.50
02/21/13	KK	Call Center - Call Escalation	2.61	242.73
02/22/13	240	Call Center Support	0.01	0.52
02/22/13	240	Call Center Support	24.95	1,297.40
02/25/13	240	Call Center Support	35.80	1,861.60
02/25/13	RS	Call Center - Call Center Management	2.50	232.50
02/26/13	240	Call Center Support	40.28	2,094.56
02/26/13	RS	Call Center - Call Center Management	2.00	186.00
02/27/13	240	Call Center Support	46.30	2,407.60
02/27/13	RS	Call Center - Call Center Management	2.00	186.00
02/28/13	240	Call Center Support	35.82	1,862.64
02/28/13	RS	Call Center - Call Center Management	1.50	139.50

Total Services 42,452.21

Total Expenses .00

Total This Matter 42,452.21

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Re: Quixtar - Project Management

294206

For Professional Services Rendered:

			RATE	HOURS	FEES
TIMEKEEPER					
Amy Wedeking	AW		90.00	7.66	689.40
Brent Haefner	BH		141.00	0.75	105.75
Erin McMahon	EM		164.00	1.13	185.32
Jackie Jostock	JJ		88.00	1.25	110.00
Jason Stinehart	JMS		192.00	5.07	973.44
Kathy Kieffer	KK		93.00	2.00	186.00
Marcie McClure	MSM		185.00	0.15	27.75
Mary Ratcliff	MR		88.00	0.10	8.80
Paige Andrle	PA		90.00	0.36	32.40
Toni Benefield	TB		93.00	0.25	23.25
Trevor Smith	TS		141.00	1.00	141.00
Total Fees:					2,483.11
02/01/13	JMS	Client Inquiries and Correspondence		1.00	192.00
02/01/13	TS	Banking Activities & Account Reconciliation		0.25	35.25
02/04/13	JMS	Client Inquiries and Correspondence		1.00	192.00
02/04/13	KK	Project Accounting & Administration		1.00	93.00
02/04/13	EM	Administrative: resize large PDF for A. Wedeking.		0.27	44.28
02/04/13	AW	Status Reporting		1.25	112.50
02/05/13	JMS	Client Inquiries and Correspondence		0.50	96.00
02/05/13	MSM	Conference Call/Project Meeting		0.10	18.50
02/05/13	AW	Other		0.50	45.00
02/05/13	PA	Other: <Search for missing claim form in bulk claim form mailing		0.36	32.40
02/08/13	JJ	Doc Mgmt - Specifications		0.25	22.00
02/08/13	EM	Administrative: resize PDF for J. Graf.		0.18	29.52
02/11/13	EM	Administrative: create and resize PDFs of large TIFF images.		0.68	111.52
02/11/13	AW	Status Reporting		0.75	67.50
02/12/13	KK	Project Accounting & Administration		1.00	93.00
02/12/13	MSM	Conference Call/Project Meeting		0.05	9.25
02/12/13	JJ	Doc Mgmt - Specifications		0.25	22.00
02/13/13	JMS	Client Inquiries and Correspondence		1.00	192.00
02/14/13	JMS	Conference Call/Project Meeting		0.50	96.00
02/14/13	TB	Banking Activities & Account Reconciliation		0.25	23.25

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02/14/13	JJ	Doc Mgmt - Setup	0.25	22.00
02/14/13	AW	Cure Letter Generation	1.00	90.00
02/18/13	AW	Status Reporting	0.50	45.00
02/18/13	AW	Project Planning	0.50	45.00
02/20/13	TS	Tax Reporting - Fund	0.50	70.50
02/22/13	JJ	Doc Mgmt - Gap Sequence Handling	0.50	44.00
02/25/13	BH	Tax Reporting - Fund	0.75	105.75
02/25/13	AW	Status Reporting	0.83	74.70
02/25/13	AW	Notice - Print/Mail	0.33	29.70
02/26/13	JMS	Client Inquiries and Correspondence	0.48	92.16
02/26/13	TS	Banking Activities & Account Reconciliation	0.25	35.25
02/26/13	AW	Notice - Generate Mail File	0.17	15.30
02/27/13	JMS	Validation	0.59	113.28
02/27/13	AW	Call Center - Call Escalation	1.00	90.00
02/27/13	AW	Notice - Print/Mail	0.25	22.50
02/28/13	MR	Tax Reporting - Fund	0.10	8.80
02/28/13	AW	Notice - Print/Mail	0.58	52.20

Total Services 2,483.11

Total Expenses .00

Total This Matter 2,483.11

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Re: Quixtar - Technical Consulting

294207

For Professional Services Rendered:

TIMEKEEPER		RATE	HOURS	FEES
Andy Ralston	AR	185.00	1.25	231.25
Carol Osborne	CO	141.00	4.69	661.29
David Krehbiel	DK	185.00	2.35	434.75
Greg Brown	GSB	141.00	1.00	141.00
Hai Bui	HB	141.00	0.80	112.80
John Clark	JC	185.00	1.20	222.00
Juan Carlos Quiroz	JQ	175.00	0.80	140.00
Kalene Jones	KLJ	180.00	7.65	1,377.00
Kevin Hartman	KH	185.00	0.30	55.50
Lee Anderson	LA	141.00	1.00	141.00
Leticia Rivera	LR	175.00	0.60	105.00
Lucretia Hassing	LH	121.00	1.32	159.72
Naga Surapaneni	NS	200.00	3.00	600.00
Peter Hesse	PH	206.00	1.50	309.00
Rebecca Zoubek	RZ	80.00	1.03	82.40
Total Fees:				4,772.71
02/01/13	KLJ	Application Setup & Configuration	4.00	720.00
02/04/13	KLJ	Application Setup & Configuration	1.75	315.00
02/04/13	LH	Generate Re-Mail File	0.35	42.35
02/04/13	DK	Systems Management & Reporting	0.30	55.50
02/04/13	DK	Systems Management & Reporting	0.60	111.00
02/05/13	KLJ	Other	0.50	90.00
02/05/13	GSB	Application Modification	0.10	14.10
02/05/13	NS	Scanning Setup & Coordination	1.00	200.00
02/06/13	KH	Application Modification	0.20	37.00
02/06/13	NS	Scanning Setup & Coordination	0.50	100.00
02/06/13	RZ	Doc Mgmt - Disk Receipting & Media Inventory	0.25	20.00
02/06/13	LA	Systems Management & Reporting	0.10	14.10
02/06/13	LA	Systems Management & Reporting	0.10	14.10
02/07/13	NS	Scanning Setup & Coordination	0.50	100.00
02/07/13	RZ	Address Trace File Processing	0.20	16.00
02/07/13	CO	Quality Assurance - Data Development & Case Installation	0.68	95.88
02/07/13	CO	Quality Assurance - Data Development & Case Installation	0.27	38.07
02/07/13	DK	Systems Management & Reporting	0.25	46.25
02/07/13	LA	Systems Management & Reporting	0.20	28.20

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02/08/13	KLJ	Other	0.15	27.00
02/08/13	RZ	Notice - Generate Mail File	0.33	26.40
02/08/13	CO	Quality Assurance - Return Mail Processing	0.33	46.53
02/08/13	CO	Quality Assurance - Return Mail Processing	0.61	86.01
02/08/13	CO	Quality Assurance - Notice	0.57	80.37
02/08/13	HB	Application Modification	0.10	14.10
02/11/13	KLJ	Other	0.50	90.00
02/11/13	LH	Generate Re-Mail File	0.27	32.67
02/11/13	RZ	Notice - Generate Mail File	0.25	20.00
02/11/13	CO	Quality Assurance - Notice	0.74	104.34
02/11/13	DK	Systems Management & Reporting	0.35	64.75
02/13/13	NS	Application Modification	1.00	200.00
02/13/13	CO	Quality Assurance - Data Development & Case Installation	0.45	63.45
02/13/13	HB	Application Modification	0.10	14.10
02/14/13	KLJ	Other	0.50	90.00
02/14/13	DK	Systems Management & Reporting	0.10	18.50
02/18/13	LH	Generate Re-Mail File	0.12	14.52
02/18/13	AR	Data Preparation/Transmission - Set up fake label run	0.25	46.25
02/19/13	LH	Generate Re-Mail File	0.17	20.57
02/19/13	AR	Data Preparation/Transmission - Fake Label Runs	0.25	46.25
02/19/13	JC	Systems Management & Reporting	0.20	37.00
02/19/13	JC	Systems Management & Reporting	0.20	37.00
02/20/13	JQ	Data Loading	0.80	140.00
02/20/13	CO	Quality Assurance - Data Development & Case Installation	0.36	50.76
02/20/13	AR	Data Preparation/Transmission - Fake Label Run	0.25	46.25
02/20/13	JC	Systems Management & Reporting	0.20	37.00
02/20/13	JC	Systems Management & Reporting	0.20	37.00
02/20/13	LA	Systems Management & Reporting	0.20	28.20
02/20/13	LA	Systems Management & Reporting	0.20	28.20
02/20/13	LA	Systems Management & Reporting	0.20	28.20
02/20/13	LH	Generate Re-Mail File	0.25	30.25
02/21/13	CO	Quality Assurance - Data Development & Case Installation	0.40	56.40
02/21/13	AR	Data Preparation/Transmission - Close fake label VI's	0.25	46.25
02/22/13	KLJ	Other	0.25	45.00
02/22/13	DK	Systems Management & Reporting	0.65	120.25
02/22/13	JC	Systems Management & Reporting	0.20	37.00
02/22/13	JC	Systems Management & Reporting	0.20	37.00
02/25/13	GSB	Application Modification	0.10	14.10
02/25/13	GSB	Application Modification	0.50	70.50
02/25/13	KH	Application Modification	0.10	18.50
02/25/13	PH	Application Modification	1.50	309.00
02/25/13	LR	Data Loading	0.60	105.00

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Re: Quixtar - Expenses

294290

For Professional Services Rendered:

Expense Detail:

Reference	Date	Description	Amount
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		Call Center/Telecommunications	
	02/28/13	IVR System Charge	250.00
		Subtotal	250.00
		Shredding/Storage	
	02/28/13	Storage and/or Shredding 37 Boxes	74.00
	02/28/13	Storage and/or Shredding 229 Boxes	458.00
	02/28/13	Data Storage February 2013	1,001.69
		Subtotal	1,533.69
		Other	
	02/28/13	Barcode Labels;2717	67.93
	02/28/13	#10 Security Envelopes;62	3.10
	02/28/13	January 2013 - Insurance Coverage - FDIC	33.08
	02/28/13	January 2013 - Bank Fees	182.22
		Subtotal	286.33
		Photocopies/Faxing/Printing	
	02/28/13	Photocopies/Faxing/Printing	146.20
		Subtotal	146.20
		Total Expenses	2,216.22

		Total This Matter	2,216.22
